

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

www.balljanik.com

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

KARL MORELL



August 17, 2010

227659

ENTERED
Office of Proceedings

AUG 17 2010

Part of
Public Record

BY HAND DELIVERY

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-001

Re: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad, LLC
- Abandonment Exemption - In Montgomery County, PA

Dear Ms. Brown:

Attached for filing are the original and ten copies of a Notice of Exemption under 49 C.F.R. § 1152.50. Also attached is a check covering the \$3,700 filing fee.

Please time and date stamp the extra copy of the Notice and return it with our messenger.

If you have any questions, please call me.

Sincerely,

Karl Morell

FILED
AUG 17 2010
SURFACE
TRANSPORTATION BOARD

Enclosures

FEE RECEIVED

AUG 17 2010

SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

227659

STB DOCKET NO. AB-1020 (SUB-NO. 1X)

EAST PENN RAILROAD, LLC
-- ABANDONMENT EXEMPTION --
IN MONTGOMERY COUNTY, PENNSYLVANIA

NOTICE OF EXEMPTION

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Karl Morell
Of Counsel
Ball Janik LLP
1455 F St., N.W.
Suite 225
Washington, D.C. 20005
(202) 638-3307

Attorney for:
EAST PENN RAILROAD, LLC

Dated: August 17, 2010

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. AB-1020 (SUB-NO. 1X)

**EAST PENN RAILROAD, LLC
-- ABANDONMENT EXEMPTION --
IN MONTGOMERY COUNTY, PENNSYLVANIA**

NOTICE OF EXEMPTION

East Penn Railroad, LLC ("ESPN")¹ files this Verified Notice of Exemption pursuant to the class exemption at 49 C.F.R. § 1152.50 to abandon a 2.14-mile rail line located in Montgomery County, Pennsylvania (the "Line").

1. Proposed consummation date.

The proposed consummation date is on or shortly after the effective date of this Notice of Exemption.

2. Certification required by 49 C.F.R. § 1152.50(b).

The required certification is attached hereto as Exhibit A.

3. Information required by 49 C.F.R. § 1152.22(a)(1) through (4), (7), and (8), and (e)(4).

- (a) General.

- (1) Exact name of applicant.

East Penn Railroad, LLC

- (2) Whether applicant is a common carrier by railroad subject to 49 U.S.C. Subtitle IV, Chapter 105.

The ESPN is a common carrier by railroad subject to 49 U.S.C. Subtitle IV, Chapter 105.

- (3) Relief sought.

ESPN seeks to use the class exemption at 49 C.F.R. § 1152.50 to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania. There has been no local traffic on the Line in over two years. The Line is sub-ended and, therefore, not capable of handling overhead traffic

- (4) Map.

A Map depicting the trackage covered by the proposed abandonment is attached as Exhibit B.

- (7) Name, title, and address of representative of applicant to whom correspondence should be sent.

Karl Morell
Ball Janik LLP
1455 F St., N.W., Suite 225
Washington, DC 20005
(202) 638-3307

- (8) List of all United States Postal Service ZIP Codes that the line proposed for abandonment traverses.

The Line traverses ZIP Codes: 19401 and 19406.

- (e) Rural and community impact.
- (4) Statement of whether the properties proposed to be abandoned are appropriate for use for other public purposes, including roads and highways, other forms of mass transportation, conservation, energy production or transmission, or recreation. If the applicant is aware of any restriction on the title to the property, including any reversionary interest, which would affect the transfer of title or the use of property for other than rail purposes, this shall be disclosed.

The Line traverses a densely populated urban and suburban area that has adequate road and highway networks. Therefore, there is little or no likelihood that the rail corridor is needed for transit or highway corridors. The right-of-way is suitable for a recreational trail.

4. The level of labor protection.

The interests of the railroad employees who may be adversely affected by the proposed abandonment will be adequately protected by the labor protective conditions in Oregon Short Line R. Co. – Abandonment – Goshen, 360 I.C.C. 91 (1979).

5. Certification.

Certificates of compliance with the notice requirements of 49 C.F.R. §§ 1152.50(d)(1) and 1105.11 are attached as Exhibit C.

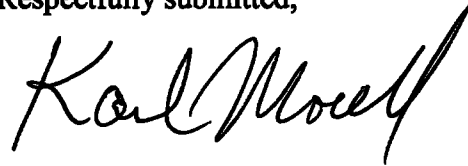
6. Environmental Report.

The Environmental Report containing information required by 49 C.F.R. § 1105.7(e) is attached hereto as Exhibit D. Based on information in our possession, the Line does not contain federally granted rights-of-way. Any documentation in the ESPN's possession will be made available promptly to those requesting it.

7. Historic Report.

The Historic Report containing information required by 49 C.F.R. § 1105.8 is attached hereto as Exhibit E.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Karl Morell", written in a cursive style.

Karl Morell
Of Counsel
Ball Janik LLP
1455 F St., N.W., Suite 225
Washington, D.C. 20005
(202) 638-3307

Attorney for:
EAST PENN RAILROAD, LLC

Dated: August 17, 2010

**VERIFICATION AND CERTIFICATION THAT RAIL LINE MEETS
CRITERIA OF 49 C.F.R. SECTION 1152.50(b)**

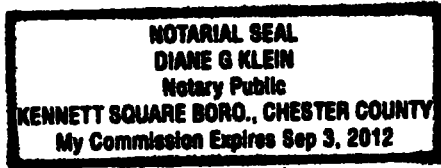
I, Robert C. Parker, being duly sworn depose and state that I am President and Chief Executive Officer of the East Penn Railroad, LLC ("ESPN"), that I am authorized to make this verification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.

I hereby certify that no local traffic has been handled to or from any customer over the rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township in Montgomery County, Pennsylvania (the "Line") for at least two (2) years prior to the date hereof. The Line is stub-ended and, therefore, not capable of handling overhead traffic. Further, no formal complaint filed by a user of rail service on the Line (or a State or local government entity acting on behalf of such user) regarding cessation of service over the Line either is pending with the Surface Transportation Board or any U.S. District Court or has been decided in favor of a complainant within the two-year period.

The foregoing certification is made on behalf of the ESPN by the undersigned after due and careful investigation of the matters herein certified and based on the best of the knowledge, information, and belief of the undersigned.



Robert C. Parker



SUBSCRIBED AND SWORN TO before me this 16th day of August, 2010.

My Commission Expires: Sept. 3, 2012


Notary Public

My Commission Expires Sep 3, 2015
KENNETH SQUARE BOARD, CHESTER COUNTY
Notary Public
DAVID G. KLEIN
NOTARIAL SEAL

MAPQUEST.



©2010 MapQuest Portions ©2010 NAVTEQ

EXHIBIT C

CERTIFICATE OF SERVICE

Pursuant to 49 C.F.R. § 1152.50(d)(1), the undersigned hereby certifies that notice of the proposed abandonment in STB Docket No. AB-1020 (Sub-No. 1X) was mailed via first class mail on August 3, 2010 to the following parties:

State Public Service Commission

Pennsylvania Department of Transportation
P.O. Box 3441
Harrisburg, PA 17120

Military Traffic Management Command

MTMCTEA
ATTN: SDTE-SE
Railroads for National Defense
709 Ward Drive, Building 1990
Scott AFB, IL 62225-5357

National Park Service

National Park Service
RTCA Program
1849 C Street, NW
Org. Code 2220
Washington, DC 20240

National Park Service
RTCA Program
U.S. Custom House
200 Chestnut Street, Fifth Floor
Philadelphia, PA 19106

U.S. Department of Agriculture

U.S. Department of Agriculture
Chief of the Forest Service
4th Floor, Yates Building
201 14th Street, S.W.
Washington, DC 20250

Dated: August 17, 2010

A handwritten signature in black ink, reading "Karl Morell", written over a horizontal line.

Karl Morell

CERTIFICATE OF PUBLICATION

The undersigned hereby certifies that notice of the proposed abandonment in STB Docket No. AB-1020 (Sub-No. 1X) was advertised on August 5, 2010 in the Pottstown Mercury, a newspaper of general circulation in Montgomery County, Pennsylvania as required by 49 C.F.R. § 1105.12.

Dated: August 17, 2010


Karl Morell

**CERTIFICATION AND
ENVIRONMENTAL REPORT
CERTIFICATE OF SERVICE**

The undersigned hereby certifies that, in STB Docket No. AB-1020 (Sub-No. 1X), the transmittal letter required by 49 C.F.R. § 1105.11, was mailed to all agencies listed in 49 C.F.R. § 1105.7(b), via first class mail on July 27, 2010.

Pursuant to the requirements of 49 C.F.R. § 1105.7, the undersigned hereby certifies that a copy of the Environmental Report in STB Docket No. AB-1020 (Sub-No. 1X) was mailed via first class mail on July 27, 2010, to the following parties:

Pennsylvania Department of Transportation
Bureau of Rail Freight, Ports and Waterways
P.O. Box 3441
Harrisburg, PA 17105

Montgomery County Board of Commissioners
One Montgomery Plaza
Suite 800
Norristown, PA 19404

Mr. Edgar A. White
USDA Natural Resources Conservation Service
One Credit Union Place, Suite 340
Harrisburg, PA 17110-2993

U.S. Fish and Wildlife Service
Pennsylvania Field Office
315 South Allen Street, Suite 322
State College, PA 16801-4850

National Park Service
RTCA Program
1201 Eye Street, NW
9th Floor
Org Code 2240
Washington, D.C. 20005

National Park Service
RTCA Program
U.S. Custom House
200 Chestnut Street, Fifth Floor
Philadelphia, PA 19106

U.S. Environmental Protection Agency
1650 Arch Street
Philadelphia, PA 19103

U.S. Army Corps of Engineers, Philadelphia District
The Wanamaker Building
100 Penn Square East
Philadelphia, PA 19107-3390

The National Geodetic Survey
Department of Commerce/NOAA
SSMC3
Station 9356
1315 East West Highway
Silver Spring, MD 20910

Department of Environmental Protection
P.O. Box 2063
Harrisburg, PA 17105-2063

Date: August 17, 2010


Karl Morell

**HISTORIC REPORT
CERTIFICATE OF SERVICE**

Pursuant to the requirements of 49 C.F.R. § 1105.8(c), the undersigned hereby certifies that a copy of the Historic Report in STB Docket No. AB-1020 (Sub-No. 1X) was mailed via first class mail on July 27, 2010, to the following party:

Pennsylvania Historical and Museum Commission
Bureau for Historic Preservation
400 North Street
Harrisburg, PA 17120-0093

Date: August 17, 2010


Karl Morell

ENVIRONMENTAL REPORT

(49 C.F.R. 1105.7)

STB Docket No. AB-1020 (Sub-No. 1X)

**EAST PENN RAILROAD, LLC
--ABANDONMENT EXEMPTION--
IN MONTGOMERY COUNTY, PA**

(1) Proposed Action and Alternatives. Describe the proposed action, including commodities transported, the planned disposition (if any) of any rail line and other structures that may be involved, and any possible changes in current operations or maintenance practices. Also describe any reasonable alternatives to the proposed action. Include a readable, detailed map and drawings clearly delineating the project.

East Penn Railroad, LLC ("ESPN") proposes to abandon the 2.14-mile Chester Valley Line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). Upon receipt of abandonment authority, ESPN intends to remove the rail, track material, and crossties. The bridge, culverts and ballast on the Line will remain in place while ESPN explores rail-banking of the Line.

The Chester Valley Line was initially chartered as the Norristown & Valley Railroad in 1835, but was constructed and operated by the Chester Valley Railroad, commencing in 1852 and starting operation in 1853. It became the Philadelphia & Chester Valley Railroad in 1888 and was leased to the Philadelphia & Reading Railroad ("Reading") and operated by the Reading until 1976. In 1976, the Line was conveyed to Consolidated Rail Corporation ("Conrail") by the United States Railway Association ("USRA") under a federally approved plan for the disposition of the operating assets of the then bankrupt Reading. Mr. John Nolan acquired the Line as the

Chester Valley Railroad in 1995. It was acquired by Emons Transportation in 1997, when the name was changed to Penn Eastern Rail Lines. Mr. Nolan reacquired the Line from Emons Transportation in 2002. ESPN acquired the Line in its acquisition of the company from Mr. Nolan in 2007.

The Line has had no local traffic since January 2008. The Line is stub-ended and, therefore, not capable of handling overhead traffic. Because of the lack of traffic on the Line, only very limited maintenance has been performed on the Line for some time. Therefore, the proposed abandonment will have no impact on rail freight operations and maintenance practices on the Line.

The only alternative to abandonment would be to not abandon the Line.

A map of the proposed abandonment is attached hereto as Exhibit 1.

(2) Transportation System. Describe the effects of the proposed action on regional or local transportation systems and patterns. Estimate the amount of traffic (passenger or freight) that will be diverted to other transportation systems or modes as a result of the proposed action.

No passenger or freight traffic will be diverted to other modes as a result of the proposed abandonment. No local traffic has moved over the Line in well over 2 years and the Line is not capable of handling overhead traffic. Therefore, the proposed abandonment will have no adverse effects on local or regional transportation systems or patterns.

(3) Land Use. (i) Based on consultation with local and/or regional planning agencies and/or a review of the official planning documents prepared by such agencies, state whether the proposed action is consistent with existing land use plans. Describe any inconsistencies. (ii) Based on consultation with the U.S. Soil Conservation Service, state the effect of the proposed action on any prime agricultural land. (iii) If the action affects land or water uses within a designated coastal zone, include the coastal zone information required by 1105.9. (iv)

If the proposed action is an abandonment, state whether or not the right-of-way is suitable for alternative public use under 49 U.S.C. § 10905 and explain why.

(i) According to the Montgomery County Planning Commission, the proposed abandonment is consistent with existing land use plans. See Exhibit 2. A copy of this Report is being supplied to the appropriate local and state agencies for their information and further comment.

(ii) According to the Natural Resources Conservation Service the proposed abandonment will have no detrimental effect on Prime Farmland. See Exhibit 3. A copy of this Report is being supplied to the USDA Natural Resources Conservation Service for its information and further comment.

(iii) The Line does not pass through a designated coastal zone.

(iv) The involved right-of-way does not appear to be suitable for alternative public use other than a recreational trail. ESPN has been contacted by local officials seeking to rail-bank the Line.

(4) Energy. (i) Describe the effect of the proposed action on transportation of energy resources. (ii) Describe the effect of the proposed action on recyclable commodities. (iii) State whether the proposed action will result in an increase or decrease in overall energy efficiency and explain why. (iv) If the proposed action will cause diversions from rail to motor carriage of more than: (A) 1,000 rail carloads a year; or (B) an average of 50 rail carloads per mile per year for any part of the affected line, quantify the resulting net change in energy consumption and show the data and methodology used to arrive at the figure given.

(i) The proposed abandonment will have no effect on the transportation of energy resources.

(ii) The proposed abandonment will have no effect on the transportation of recyclable commodities.

(iii) The proposed abandonment will have no adverse effect on overall energy efficiency since no local traffic has moved over the Line in well over 2 years and the Line is not capable of handling overhead traffic. The traffic that previously moved over the Line has been transferred either to other modes or other routings.

(iv) The proposed abandonment will not cause the diversion of any rail traffic to motor carriage since no local traffic has been handled over the Line in well over 2 years and the Line is not capable of handling overhead traffic.

(5) Air. (i) If the proposed action will result in either: (A) An increase in rail traffic of at least 100 percent (measured in gross ton miles annually) or an increase of at least eight trains a day on any segment of rail line affected by the proposal, or (B) an increase in rail yard activity of at least 100 percent (measured by carload activity), or (C) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day on any affected road segment, quantify the anticipated effect on air emissions. For a proposal under 49 U.S.C. § 10901 (or § 10505) to construct a new line or reinstitute service over a previously abandoned line, only the eight train a day provision in sub-section (5)(i)(A) will apply. (ii) If the proposed action affects a class I or nonattainment area under the Clean Air Act, and will result in either: (A) an increase in rail traffic of at least 50 percent (measured in gross ton miles annually) or an increase of at least three trains a day on any segment of rail line; (B) an increase in rail yard activity of at least 20 percent (measured by carload activity); or (C) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day on a given road segment, then state whether any expected increased emissions are within the parameters established by the State Implementation Plan. However, for a rail construction under 49 U.S.C. § 10901 (or 49 U.S.C. § 10505), or a case involving the reinstitution of service over a previously abandoned line, only the three train a day threshold in this item shall apply. (iii) If transportation of ozone depleting materials (such as nitrogen oxide and freon) is contemplated, identify: the materials and quantity; the frequency of service; safety practices (including any speed restrictions); the applicant's safety record (to the extent available) on derailments, accidents and spills; contingency plans to deal with accidental spills; and the likelihood of an accidental release of ozone depleting materials in the event of a collision or derailment.

(i) The proposed abandonment will not result in meeting or exceeding the specified thresholds.

(ii) The proposed abandonment will not result in meeting or exceeding the specified thresholds.

(iii) The proposed abandonment will not affect the transportation of ozone depleting materials.

(6) Noise. *If any of the thresholds identified in item (5)(i) of this section are surpassed, state whether the proposed action will cause: (i) an incremental increase in noise levels of three decibels Ldn or more; or (ii) an increase to a noise level of 65 decibels Ldn or greater. If so, identify sensitive receptors (e.g., schools, libraries, hospitals, residences, retirement communities, and nursing homes) in the project area, and quantify the noise increase for these receptors if the thresholds are surpassed.*

Not applicable

(7) Safety. *(i) Describe any effects of the proposed action on public health and safety (including vehicle delay time at railroad grade crossings). (ii) If hazardous materials are expected to be transported, identify: the materials and quantity; the frequency of service; whether chemicals are being transported that, if mixed, could react to form more hazardous compounds; safety practices (including any speed restrictions); the applicant's safety record (to the extent available) on derailments, accidents and hazardous spills; the contingency plans to deal with accidental spills; and the likelihood of an accidental release of hazardous materials. (iii) If there are any known hazardous waste sites or sites where there have been known hazardous materials spills on the right-of-way, identify the location of those sites and the types of hazardous materials involved.*

(i) The proposed abandonment will have no detrimental effects on public health and safety.

(ii) The proposed abandonment will not affect the transportation of hazardous materials.

(iii) There are no known hazardous material waste sites or sites where known hazardous material spills have occurred on or along the rail corridor of the Line.

(8) Biological Resources. (i) Based on consultation with the U.S. Fish and Wildlife Service, state whether the proposed action is likely to adversely affect endangered or threatened species or areas designated as a critical habitat, and if so, describe the effects. (ii) State whether wildlife sanctuaries or refuges, National or State parks or forests will be affected, and describe any effects.

(i) According to the U.S. Fish and Wildlife Service, the proposed abandonment will not have an adverse affect on endangered or threatened species or areas designated as a critical habitat. See Exhibit 4. A copy of this Report is being supplied to the U.S. Fish and Wildlife Service for its information and further comment.

(ii) ESPN does not believe that any wildlife sanctuaries or refuges, National or State parks or forests would be adversely affected by the proposed abandonment. ESPN notified the National Parks Service of the proposed abandonment and requested assistance in identifying any potential effects on wildlife sanctuaries or refuges, National or State parks or forests. See Exhibit 5. To date, no response to this request has been received. A copy of this Report is being supplied to the National Park Service for its information and comment.

(9) Water. (i) Based on consultation with State water quality officials, state whether the proposed action is consistent with applicable Federal, State or local water quality standards. Describe any inconsistencies. (ii) Based on consultation with the U.S. Army Corps of Engineers, state whether permits under section 404 of the Clean Water Act (33 U.S.C. § 1344) are required for the proposed action and whether any designated wetlands or 100-year flood plains will be affected. Describe the effects. (iii) State whether permits under section 402 of the Clean Water Act (33 U.S.C. § 1342) are required for the proposed action.

(i) The proposed abandonment, in ESPN's view, will be consistent with applicable water quality standards. ESPN contacted the Pennsylvania Department of Environmental Protection ("DEP") and the U.S. Environmental Protection Agency ("US EPA") concerning this matter requesting assistance in determining whether the proposed abandonment is consistent with applicable Federal, State, or local water quality standards. See Exhibit 6. To date, no response has been received from DEP or US EPA. A copy of this Report is being supplied to the US EPA and the DEP for their information and comment.

(ii) ESPN is confident that no designated wetlands or 100-year flood plains will be adversely affected by the proposed abandonment. ESPN contacted the Department of the Army Corps of Engineers concerning these matters. See Exhibit 7. To date, no response has been received from the Army Corps of Engineers. A copy of this Report is being supplied to the Army Corps of Engineers for its information and comment.

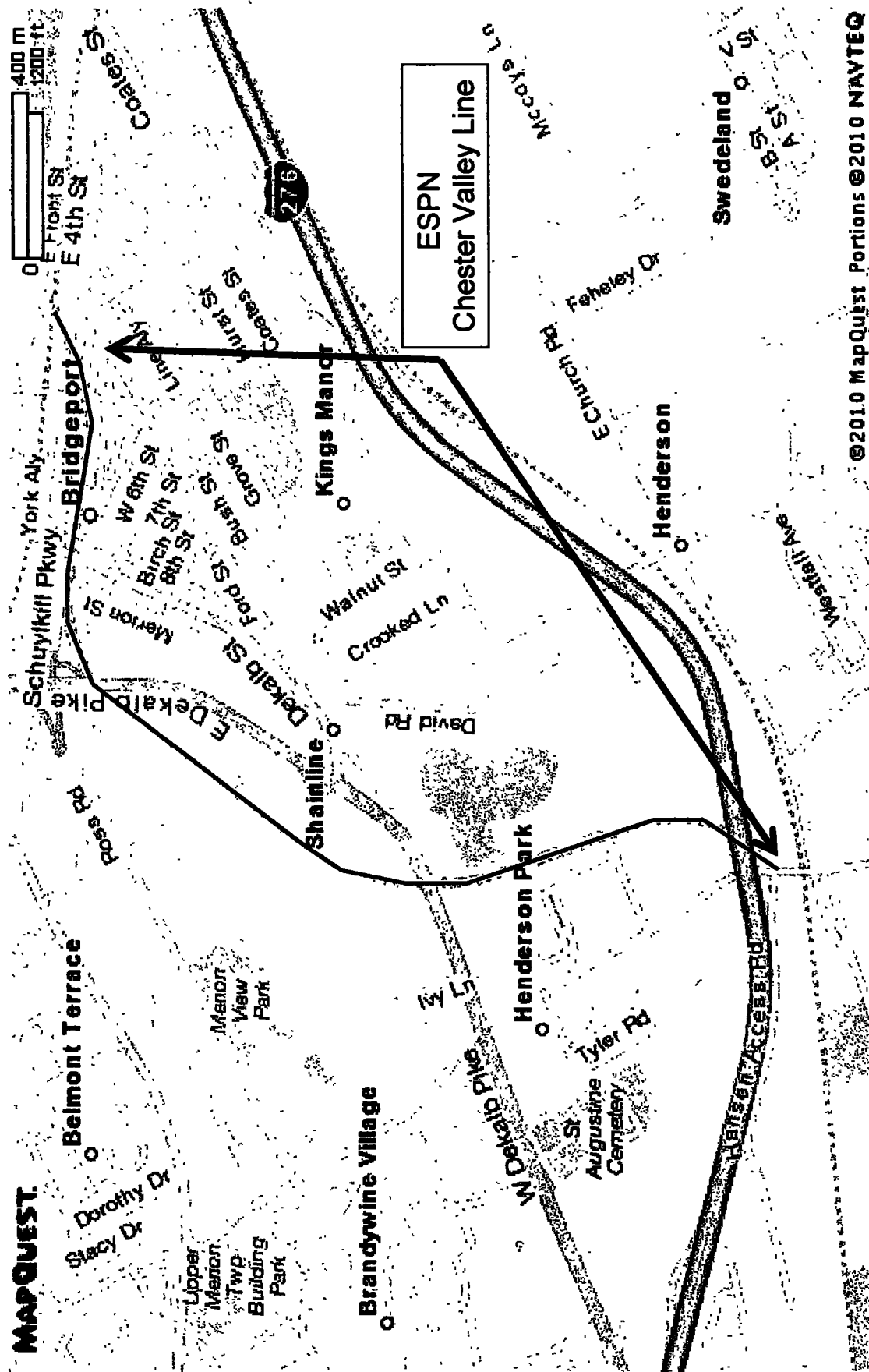
(iii) ESPN believes the proposed abandonment will not require the issuance of any permits under Section 402 of the Clean Water Act. ESPN contacted the US EPA concerning this matter and requested assistance in identifying any potential effects on applicable water quality standards and determining whether the proposed abandonment is consistent with applicable Federal, State, or local water quality standards. See Exhibit 6. To date, no response to this request has been received. A copy of this Report is being supplied to the US EPA for its information and comment.

(10) Proposed Mitigation. Describe any actions that are proposed to mitigate adverse environmental impacts, indicating why the proposed mitigation is appropriate.

ESPN does not expect any adverse environmental impact from the proposed abandonment and, therefore, sees no need for any mitigating actions. ESPN will, of course, adhere to any remedial actions suggested by the recipients of this Report and required by the Board.

ESPN: Chester Valley Line

EXHIBIT 1





MONTGOMERY COUNTY PLANNING COMMISSION

box 311 • norristown • pennsylvania • 19404-0311 • 610-278-3722
office location: suite 201 • one montgomery plaza • swede & airy streets • norristown pa
FAX 610-278-3941 • Website www.planning.montcopa.org

June 8, 2010

Mr. Karl Morell
Ball Janik, LLP
Suite 225
1455 F Street, NW
Washington, DC 20005

Subject: STB Docket No. AB 1020 (Sub-No. 1X), East Penn Railroad, LLC- Abandonment Exemption

Dear Mr. Morell.:

Thank you for your correspondence regarding the intention of East Penn Railroad, LLC to file a Notice Exemption with the Surface Transportation Board (STB) to abandon the 2.14 mile rail line located in Montgomery County. The Montgomery County Comprehensive Plan adopted in 2005 shows the alignment of the proposed Chester Valley Trail along the rail line segment described in your letter. Our plan goes on to further acknowledge a preference for locating trails along rail lines that are no longer needed for passenger and freight service. Rail lines have been successfully converted into trails in the county and offer a sufficiently wide and gently graded surface for multi-purpose trails. Other portions of the comprehensive plan dealing with economic development, transportation, and land use do not identify this rail segment as an important element of existing county rail infrastructure. Future land uses proposed along the corridor would not require rail service.

The county has been in contact with East Penn Railroad, LLC to acquire the necessary rights to rail line for future use as a trail. We intend to utilize the existing rail bed and bridge structure. The rails, railroad ties and crossing signals would not be needed for the trail use.

If you have any questions, please contact me at 610. 278.3729.

Sincerely,

Michael M. Stokes
Assistant Director
mstokes@montcopa.org
(610) 278-3729



Natural Resources Conservation Service
One Credit Union Place, Suite 340
Harrisburg, PA 17110-2993

June 28, 2010

Karl Morell
1455 F Street, NW, Suite 225
Washington, D.C. 20005

Re: STB Docket No. AB-1020 (Sub-No. 1X) East Penn Railroad Abandonment, Montgomery County, PA

We are not aware of any potential effects of Railroad Abandonment on Prime Farmland. The Federal Farmland Protection Policy Act's (FPPA) purpose is to minimize the impact on the conversion of farmland to nonagricultural uses and unless the Railroad Abandonment will convert farmland to nonagricultural uses, the FPPA would not apply.

A handwritten signature in black ink, appearing to read "Edgar A. White", with a long horizontal line extending to the right.

Edgar A. White
State Soil Scientist
Harrisburg, PA

2010-0918

Lat/Long

BALL JANIK LLP

ATTORNEYS

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

www.balljanik.com

TELEPHONE 202-638-3307

FACSIMILE 202-783-6947

MAY 19 '10 AM 10:54

40.0746112
75.3849662KARL MORELL
OF COUNSEL

kmorrell@bjllp.com

May 17, 2010

EXHIBIT 4U.S. Fish and Wildlife Service
300 West Gate Center Drive
Hadley, MA 01035-9589**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC - Abandonment Exemption - In Montgomery County,
Pennsylvania**

Dear Sir/Madam:

East Penn Railroad, LLC ("ESPN") is planning to file a Notice Exemption with the Surface Transportation Board ("STB"), on or about July 15, 2010, for ESPN to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). A map of the proposed abandonment is attached.

During the removal of track and materials, if any, ESPN does not anticipate the use of any new access roads, the need to conduct dredging, or the use of fill. Only existing public and private access roads and ESPN right of way should be needed to facilitate operations. In addition, the underlying roadbed will not be disturbed. There is one bridge on the Line which crosses a narrow road. There are currently no plans to remove the bridge.

Pursuant to the STB's environmental regulations at 49 C.F.R., Part 1105, we are advising you of this proposed action so that you may assist us in determining whether it is likely to adversely affect endangered or threatened species or areas designated as a critical habitat.

We would appreciate your review and any comments you may wish to offer. We would also appreciate your forwarding it to the STB.

**U.S. FISH AND WILDLIFE SERVICE**Pennsylvania Field Office
315 South Allen Street, Suite 322
State College, Pennsylvania 16801-4850

No federally listed species under our jurisdiction is known or likely to occur in the project area. This determination is valid for two years. Should project plans change, or if additional information on listed species become available, this determination may be reconsidered.

Supervisor 6/17/10

PORTLAND, OREGON

BALL JANIK LLP

A T T O R N E Y S

**1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005**

www.balljanik.com

**TELEPHONE 202-638-3307
FACSIMILE 202-783-6947**

**KARL MORELL
OF COUNSEL**

kmorell@bjllp.com

May 17, 2010

**National Park Service
RTCA Program
1201 Eye Street, NW
9th Floor
Org Code 2240
Washington, D.C. 20005**

**National Park Service
RTCA Program
U.S. Custom House
200 Chestnut Street, Fifth Floor
Philadelphia, PA 19106**

**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC --Abandonment Exemption--In Montgomery County,
Pennsylvania**

Dear Sir/Madam:

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During the removal of track and materials, if any, ESPN does not anticipate the use of any new access roads, the need to conduct dredging, or the use of fill. Only existing public and private access roads and ESPN right of way should be needed to facilitate operations. In addition, the underlying roadbed will not be disturbed. There is one bridge on the Line which crosses a narrow road. There are currently no plans to remove the bridge.

Pursuant to the STB's environmental regulations at 49 C.F.R., Part 1105, we are advising you of this proposed action so that you may assist us in identifying any potential effects on wildlife sanctuaries or refuges, National or State parks or forests.

May 17, 2010

Page 2

We would appreciate your review of the proposed abandonment and any comments you may wish to offer. We would also appreciate you providing us with a written response so that we can forward it to the STB.

Thank you in advance for your prompt assistance. If you have any questions concerning this matter, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Karl Morell". The signature is fluid and cursive, with the first name "Karl" being more prominent than the last name "Morell".

Karl Morell

Attorney for:

East Penn Railroad, LLC

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

www.balljanik.com

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

KARL MORELL
OF COUNSEL

kmorell@bjllp.com

May 17, 2010

Department of Environmental Protection
P.O. Box 2063
Harrisburg, PA 17105-2063

**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC --Abandonment Exemption--In Montgomery County,
Pennsylvania**

Dear Sir/Madam:

East Penn Railroad, LLC ("ESPN") is planning to file a Notice Exemption with the Surface Transportation Board ("STB"), on or about July 15, 2010, for ESPN to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). A map of the proposed abandonment is attached.

During the removal of track and materials, if any, ESPN does not anticipate the use of any new access roads, the need to conduct dredging, or the use of fill. Only existing public and private access roads and ESPN right of way should be needed to facilitate operations. In addition, the underlying roadbed will not be disturbed. There is one bridge on the Line which crosses a narrow road. There are currently no plans to remove the bridge.

Pursuant to the STB's environmental regulations at 49 C.F.R., Part 1105, we are advising you of this proposed action so that you may assist us in identifying any potential effects on applicable water quality standards. We also seek your assistance in determining whether the proposed abandonment is consistent with applicable Federal, State or local water quality standards. ESPN does not believe any permits under Section 402 of the Clean Water Act will be required.

May 17, 2010
Page 2

We would appreciate your review of the proposed abandonment and any comments you may wish to offer. We would also appreciate you providing us with a written response so that we can forward it to the STB.

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Karl Morell
Attorney for:
East Penn Railroad, LLC

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KARL MORELL
OF COUNSEL

kmorell@bjllp.com

May 17, 2010

U.S. Environmental Protection Agency
1650 Arch Street
Philadelphia, PA 19103

**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC --Abandonment Exemption--In Montgomery County,
Pennsylvania**

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East Penn Railroad, LLC ("ESPN") is planning to file a Notice Exemption with the Surface Transportation Board ("STB"), on or about July 15, 2010, for ESPN to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). A map of the proposed abandonment is attached.

During the removal of track and materials, if any, ESPN does not anticipate the use of any new access roads, the need to conduct dredging, or the use of fill. Only existing public and private access roads and ESPN right of way should be needed to facilitate operations. In addition, the underlying roadbed will not be disturbed. There is one bridge on the Line which crosses a narrow road. There are currently no plans to remove the bridge.

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May 17, 2010

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Karl Morell

Attorney for:

East Penn Railroad, LLC

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EXHIBIT 7

KARL MORELL
OF COUNSEL

kmorell@bjllp.com

May 17, 2010

U.S. Army Corps of Engineer, Philadelphia District
The Wanamaker Building
100 Penn Square East
Philadelphia, PA 19107-3390

**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC —Abandonment Exemption—In Montgomery County,
Pennsylvania**

Dear Sir/Madam:

East Penn Railroad, LLC ("ESPN") is planning to file a Notice Exemption with the Surface Transportation Board ("STB"), on or about July 15, 2010, for ESPN to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). A map of the proposed abandonment is attached.

During the removal of track and materials, if any, ESPN does not anticipate the use of any new access roads, the need to conduct dredging, or the use of fill. Only existing public and private access roads and ESPN right of way should be needed to facilitate operations. In addition, the underlying roadbed will not be disturbed. There is one bridge on the Line which crosses a narrow road. There are currently no plans to remove the bridge.

Pursuant to the STB's environmental regulations at 49 C.F.R., Part 1105, we are advising you of this proposed action so that you may assist us in identifying any potential effects on designated wetlands or 100-year flood plains. ESPN does not believe any permits under Section 404 of the Clean Water Act will be required.

BALL JANIK LLP

May 17, 2010

Page 2

We would appreciate your review of the proposed abandonment and any comments you may wish to offer. We would also appreciate you providing us with a written response so that we can forward it to the STB.

Thank you in advance for your prompt assistance. If you have any questions concerning this matter, please contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Karl Morell", written in a cursive style.

Karl Morell

Attorney for:

East Penn Railroad, LLC

EXHIBIT E

HISTORIC REPORT (49 CFR SECTION 1105.8)

DOCKET NO. AB-1020 (Sub-No. 1X)

EAST PENN RAILROAD, LLC – ABANDONMENT EXEMPTION – MONTGOMERY COUNTY, PA

The Historic Report should contain the information required by Section 1105.7(e)(1) of the Environmental Report prepared for the proposed abandonment:

1. *Proposed Actions and Alternatives.* Describe the proposed action, including commodities transported, the planned disposition (if any) of the rail line and other structures that may be involved, and any possible changes in current operations or maintenance practices. Also describe any reasonable alternatives to the proposed action. Include a readable, detailed map and drawings clearly delineating the project.

East Penn Railroad, LLC ("ESPN") proposes to abandon the 2.14-mile Chester Valley Line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). Upon receipt of abandonment authority, ESPN intends to remove the rail, track material, and crossties. The bridge, culverts and ballast on the Line will remain in place while ESPN explores rail-banking of the Line.

The Chester Valley Line was initially chartered as the Norristown & Valley Railroad in 1835, but was constructed and operated by the Chester Valley Railroad, commencing in 1852 and starting operation in 1853. It became the Philadelphia & Chester Valley Railroad in 1888 and was leased to the Philadelphia & Reading Railroad ("Reading") and operated by the Reading until 1976. In 1976, the Line was conveyed to Consolidated Rail Corporation ("Conrail") by the United States Railway Association

("USRA") under a federally approved plan for the disposition of the operating assets of the then bankrupt Reading. Mr. John Nolan acquired the Line as the Chester Valley Railroad in 1995. It was acquired by Emons Transportation in 1997, when the name was changed to Penn Eastern Rail Lines. Mr. Nolan reacquired the Line from Emons Transportation in 2002. ESPN acquired the Line in its acquisition of the company from Mr. Nolan in 2007.

The Line has had no local traffic since January 2008. The Line is stub-ended and, therefore, not capable of handling overhead traffic. Because of the lack of traffic on the Line, only very limited maintenance has been performed on the Line for some time. Therefore, the proposed abandonment will have no impact on rail freight operations and maintenance practices on the Line.

The only alternative to abandonment would be to not abandon the Line.

A map of the proposed abandonment is attached hereto as Exhibit 1.

HISTORIC REPORT

1. A U.S.G.S. topographic map (or an alternate map drawn to scale and sufficiently detailed to show buildings and other structures in the vicinity of the proposed action) showing the location of the proposed action, and the locations and approximate dimensions of railroad structures that are 50 years or older and are part of the proposed action.

A U.S. Geological Survey map depicting the Line proposed for abandonment was supplied to the Pennsylvania Historical and Museum Commission, Bureau of Historic Preservation ("SHPO"). See Exhibit 2. There is one (1) small bridge located on the Line.

2. A written description of the right-of-way (including approximate widths, to the extent known) and the topography and urban and/or rural characteristics of the surrounding area.

The 2.14-mile line begins at milepost 0.0, in the Borough of Bridgeport, and extends generally in a westerly direction to DeKalb Pike and then extends generally in a southerly direction to the end of the line at milepost 2.14, at Henderson Road. The Line traverses a densely populated urban and suburban area, with several at grade crossings of major roads.

3. Good quality photographs (actual photographic prints, not photocopies) of railroad structures on the property that are 50 years or older and of the immediate surrounding area.

A picture of the bridge is attached as Exhibit 3.

4. The date(s) of construction of the structure(s), and extent of any major alterations, to the extent such information is known.

The date of construction of the bridge is unknown to ESPN but it appears to be 50 years old or older.

5. A brief narrative history of carrier operations in the area, and an explanation of what, if any, changes are contemplated as a result of the proposed action.

See response to Section 1105.7(e)(1). There has been no traffic on the Line since January 2008. Therefore, the proposed abandonment will not result in any operational changes. Prior to 2008, the only traffic moving to or from the Line was outbound scrap paper.

6. A brief summary of documents in the carrier's possession, such as engineering drawings, that might be useful in documenting a structure that is found to be historic.

ESPN does not possess any such documents.

7. An opinion (based on readily available information in the railroad's possession) as to whether the site and/or structures meet the criteria for listing on

the National Register of Historic Places (36 C.F.R. 60.4), and whether there is a likelihood of archeological resources or any other previously unknown historic properties in the project area, and the basis for these opinions (including any consultations with the State Historic Preservation Office, local historical societies or universities).

The Line contains no historic structures and ESPN is unaware of any archeological resources or railroad historic properties along the Line. *See Exhibit 4.*

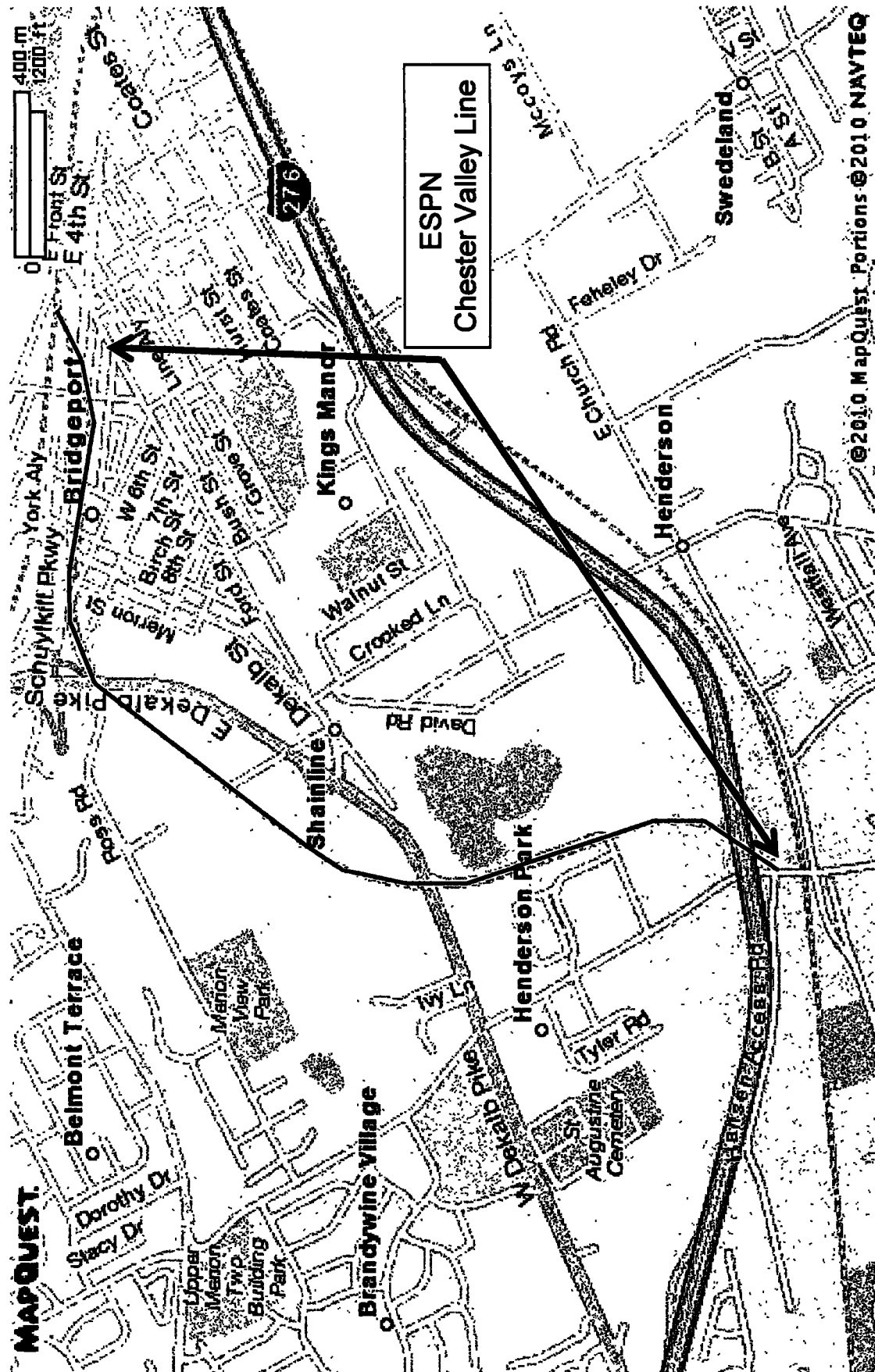
8. A description (based on readily available information in the railroad's possession) of any known prior subsurface ground disturbance or fill, environmental conditions (naturally occurring or manmade) that might affect the archeological recovery of resources (such as swampy conditions or the presence of toxic waste), and the surrounding terrain.

There are no existing records as to the nature any known subsurface ground disturbance or fill, or environmental condition that might affect the archeological recovery of any potential resources.

9. Within 30 days of receipt of the historic report, the State Historic Preservation Officer may request the following additional information regarding specified nonrailroad owned properties or groups of properties immediately adjacent to the railroad right-of-way: photographs of specified properties that can be readily seen from the railroad right-of-way (or other public rights-of-way adjacent to the property) and a written description of any previously discovered archeological sites, identifying the location and type of the site (i.e., prehistoric or native American).

ESPN does not foresee the likelihood that any additional information will need to be supplied in association with the proposed line abandonment. However, if any additional information is requested, ESPN will promptly supply the necessary information.

ESPN: Chester Valley Line



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KARL MORELL
OF COUNSEL

kmorell@bjllp.com

May 26, 2010

Pennsylvania Historical and Museum Commission
Bureau for Historic Preservation
300 North Street
Harrisburg, PA 17120

**RE: STB Docket No. AB-1020 (Sub-No. 1X), East Penn Railroad,
LLC --Abandonment Exemption--In Montgomery County,
Pennsylvania**

Dear Sir/Madam:

East Penn Railroad, LLC ("ESPN") is planning to file a Notice Exemption with the Surface Transportation Board ("STB"), on or about July 15, 2010, for ESPN to abandon the 2.14-mile rail line located between milepost 0.0, in the Borough of Bridgeport, and milepost 2.14, at Henderson Road in Upper Merion Township, in Montgomery County, Pennsylvania (the "Line"). One of the requirements for this filing with the STB is that the owner of the rail line contact the State Historic Preservation Office regarding the proposed abandonment.

Enclosed is a U.S. Geological Survey map depicting the area where the rail line is located. The proposed abandonment will involve the removal of the rail, track material, and crossties; however, there are currently no plans to remove the one bridge located on the Line.

The 2.1-mile rail line ESPN seeks to abandon begins at milepost 0.0, in the Borough of Bridgeport, and extends generally in a westerly direction to DeKalb Pike and then generally in a southerly direction to the end of the line at milepost 2.14, at Henderson Road. The Line traverses a densely populated urban and suburban area, with several at grade crossings of major roads.

There is one bridge on the Line that appears to be 50 years old or older. A picture of the bridge, its milepost location and an identification of the bridge type are attached. This structure is quite common in design and construction and, in ESPN's view, has no historical significance.

BALL JANIK LLP

May 26, 2010

Page 2

We will send you a copy of the Historic Report as soon as it is completed. If I can of further assistance regarding this matter, please call me at (202) 638-3307.

Sincerely,

A handwritten signature in black ink, appearing to read "Karl Morell". The signature is fluid and cursive, with the first name "Karl" and last name "Morell" clearly distinguishable.

Karl Morell

Attorney for

East Penn Railroad, LLC

EXHIBIT 3



TEC ASSOCIATES CONSULTING ENGINEERS
 48 Sawyer Street
 South Portland, Maine 04106

BRIDGE INSPECTION REPORT					
IDENTIFICATION				PICTURE	
RAILROAD	East Penn Railroad	BRIDGE NO.	1.05	SPAN	1
DIVISION	Chester Valley	CROSSING	Borough Line Road		
TOWN	King Of Prussia	TYPE	Deck Plate Box Section - Open Deck		
COUNTY	Montgomery	LENGTH		NO. TRACKS	1
STATE	Pennsylvania	HEIGHT		CURVE/DEG	
MILEPOST	1.05	YEAR BLT.		TANGENT	(x)
OWNER	East Penn Railroad				
		TAKEN BY: Leon G. Perkins			
		DATE: 7/18/2002			
		LOOKING: West			

PICTURE PAGE



Remarks:



Commonwealth of Pennsylvania
Pennsylvania Historical and Museum Commission
Bureau for Historic Preservation
Commonwealth Keystone Building, 2nd Floor
400 North Street
Harrisburg, PA 17120-0093
www.phmc.state.pa.us

EXHIBIT 4

June 14, 2010

Karl Morell
Ball Janik LLP
1455 F Street, NW, Suite 225
Washington, D.C. 20005

TO EXPEDITE REVIEW, U.S.
BHP REFERENCE NUMBER

Re: File No. ER 2010-1525-091-A
STB Docket No. AB-1020 (Sub-No.
1X) East Penn Railroad, LLC
Abandonment Exemption
Bridgeport, Upper Merion Twp.
Montgomery Co.

Dear Mr. Morell:

The Bureau for Historic Preservation (the State Historic Preservation Office) has reviewed the above named project in accordance with Section 106 of the National Historic Preservation Act of 1966, as amended in 1980 and 1992, and the regulations (36 CFR Part 800) of the Advisory Council on Historic Preservation. These requirements include consideration of the project's potential effect upon both historic and archaeological resources.

In our opinion the proposed project will have no adverse effect on the properties listed below that are listed in or have been determined eligible for the National Register of Historic Places.

Chester Valley Railroad

In our opinion no archaeological investigations are necessary in this project area.

If you need further information in this matter please consult Susan Zacher at (717) 783-9920.

Sincerely,

Susan Zacher for
Douglas C. McLearn, Chief
Division of Archaeology &
Protection

DCM/tmw